

Martin D. Chitwood
(To Be Admitted *Pro Hac Vice*)
mchitwood@chitwoodlaw.com
James M. Wilson, Jr.
(To Be Admitted *Pro Hac Vice*)
jwilson@chitwoodlaw.com
CHITWOOD HARLEY HARNES LLP
2300 Promenade II
1230 Peachtree Street, N.E.
Atlanta, Georgia 30309
Telephone: (404) 873-3900
Facsimile: (404) 876-4476

Robert C. Schubert (State Bar No. 62684)
Juden Justice Reed (State Bar No. 153748)
Willem F. Jonckheer (State Bar No. 178748)
SCHUBERT & REED LLP
Three Embarcadero Center, Suite 1650
San Francisco, CA 94111
Telephone: (415) 788-4220
Facsimile: (415) 788-0161

Proposed Liaison Counsel

Gregory E. Keller (To Be Admitted *Pro Hac Vice*)
gkeller@chitwoodlaw.com
Darren T. Kaplan (To Be Admitted *Pro Hac Vice*)
dkaplan@chitwoodlaw.com
Eran Rubinstein (To be Admitted *Pro Hac Vice*)
erubinstein@chitwoodlaw.com
Susan Boltz Rubinstein
(To be Admitted *Pro Hac Vice*)
srubinstein@chitwoodlaw.com
11 Grace Avenue, Suite 306
Great Neck, New York 11021
Telephone: (516) 773-6090
Fax: (404) 876-4476

Attorneys for Movants and Proposed Lead Counsel

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

JOEL EICHENHOLTZ, Individually)
And On Behalf Of All Others) NO. 3:07-CV-06140-MHP
Similarly Situated,)
Plaintiff,) [PROPOSED] ORDER CONSOLIDATING
vs.) RELATED ACTIONS, APPOINTING THE
) ISRAELI INSTITUTIONAL INVESTOR GROUP
) AS LEAD PLAINTIFF AND APPROVING
) LEAD PLAINTIFF'S SELECTION OF LEAD
) COUNSEL
VERIFONE HOLDINGS, INC.,) Date: March 10, 2008
DOUGLAS G. BERGERON and) Time: 2:00 p.m.
BARRY ZWARENSTEIN,) Hon. Marilyn Hall Patel
Defendants.) No. 3:07-CV-06140-MHP

1 PETER LEIN, Individually)
2 And On Behalf Of All Others) CIVIL ACTION NO. 3:07-CV-06195-JSW
3 Similarly Situated,)
4) Judge: Hon. Jeffrey S. White
5 Plaintiff,)
6)
7 vs.)
8)
9 VERIFONE HOLDINGS, INC.,)
10 DOUGLAS G. BERGERON and)
11 BARRY ZWARENSTEIN,)
12)
13 Defendants.)
14)
15 BRIAN VAUGHN, et al., Individually)
16 And On Behalf Of All Others) CIVIL ACTION NO.: 3:07-CV-06197-VRW
17 Similarly Situated,)
18) Judge: Hon. Vaughn R. Walker
19 Plaintiff,)
20)
21 vs.)
22)
23 VERIFONE HOLDINGS, INC.,)
24 DOUGLAS G. BERGERON and)
25 BARRY ZWARENSTEIN,)
26)
27 Defendants.)
28)
28 DONALD CERINI, Individually)
And On Behalf Of All Others) CIVIL ACTION NO.: 3:07-CV-06228-SC

Plaintiff,)
vs.)
VERIFONE HOLDINGS, INC.,)
DOUGLAS G. BERGERON and)
BARRY ZWARENSTEIN,)
Defendants.)

EDWARD FEITEL, Individually)
And On Behalf Of All Others) CIVIL ACTION NO.: 4:08-CV-00118-CW
Similarly Situated,)
Judge: Hon. Claudia Wilken
Plaintiff,)
vs.)
VERIFONE HOLDINGS, INC.,)
DOUGLAS G. BERGERON and)
BARRY ZWARENSTEIN,)
Defendants.)

ORDER

Having considered the Israeli Institutional Investor Group’s Motion for Consolidation, Appointment as Lead Plaintiff and Approval of Selection of Lead Counsel (the “Motion”), the record herein, and for good cause appearing therefore, this Court ORDERS the following:

1. All related actions are hereby consolidated pursuant to Fed. R. Civ. P. 42(a) under the heading *In re VeriFone Holdings, Inc.*, Civil Action No. 3:07-CV-06140 (the “Consolidated Action”);

2. The Israeli Institutional Investor Group is appointed as Lead Plaintiff in the Consolidated Action pursuant to Section 21D(a)(3)(B) of the Securities Exchange Act of 1934 (“Exchange Act”), 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995; and

3. The law firm of Chitwood Harley Harnes LLP is hereby APPOINTED as Lead Counsel and the firm of Schubert & Reed LLP is hereby APPOINTED as Liaison Counsel for Lead Plaintiff and the proposed class, pursuant to Section 21D(a)(3)(B) of the Exchange Act, 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995, in the Consolidated Action.

IT IS SO ORDERED

DATED:

The Honorable Marilyn Hall Patel
United States District Court Judge

submitted by:

Robert C. Schubert (State Bar No. 62684)
Juden Justice Reed (State Bar No. 153748)

Willem F. Jonckheer (State Bar No. 178748)

William F. Jonckheer (State Bar No. 178748)
[Proposed] Order Consolidating Related Actions, Appointing the Israeli Institutional Investor Group as Lead Plaintiff
and Approving Lead Plaintiff's Selection of Lead Counsel
No. 3:07-CV-06140

SCHUBERT & REED LLP

Three Embarcadero Center, Suite 1650
San Francisco, CA 94111
Telephone: (415) 788-4220
Facsimile: (415) 788-0161

Proposed Liaison Counsel

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Attorneys for Movants and Proposed Lead Counsel

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No. 3:07-CV-06140